



Kiwassa Neighbourhood Services Association

Notice of

Annual General Meeting

and

Special Resolution to amend bylaws

Wednesday, September 25, 2019

Registration: 4:30 p.m.

Meeting: 5:30 – 6:00 p.m.

Location: Kiwassa Neighbourhood House
2425 Oxford Street
Vancouver, BC

You are invited to join the Volunteer Appreciation Dinner
& Ceremony to follow.

RSVP by phone: 604-254-5401, email: info@kiwassa.ca or
at the front desk at Kiwassa

ANNUAL GENERAL MEETING AGENDA

Wednesday, September 25, 2019

Registration: 4:30 p.m.

AGM 5:30 p.m.

KIWASSA NEIGHBOURHOOD SERVICES ASSOCIATION

1. Call to Order and Confirmation of Notice
2. Approval of Agenda
3. Approval of Minutes of 2018 Annual General Meeting
4. Executive Director's Report: Mark Gifford
5. President's Report: Barbara Wood
6. Treasurer's Report: Allison Parker
Financial report
Appointment of auditors for fiscal year 2019-20
7. Special Resolution: Bylaw Amendment
8. Report from Board Nominating Committee
Election of Directors
9. New Business
10. Adjournment

Volunteer Appreciation Dinner and Ceremony to Follow

KIWASSA NEIGHBOURHOOD SERVICES ASSOCIATION

ANNUAL GENERAL MEETING

SEPTEMBER 26, 2018

Stewart Anderson welcomed everyone to the Annual General Meeting informed the members present that the notice of the AGM has been duly posted 2 weeks earlier and that there were 32 members in attendance, with a total of 225 members in good standing. The meeting is duly constituted.

1. Call to Order

The President, Stewart Anderson called the 69th Annual General Meeting of the Kiwassa Neighbourhood Services Association to order at 6:20.

2. Adoption of Agenda

"that the agenda of the September 27, 2017 Annual General Meeting of Kiwassa Neighbourhood Services Association, be accepted as presented"

M/S/C Wargo/Lin

3. Adoption of Minutes

"that the minutes of the September 27, 2017 Annual General Meeting of Kiwassa Neighbourhood Services Association, be adopted as presented"

M/S/C Parker/Wood

4. Executive Director's Report - Mark Gifford

Mark discussed some of the achievements from the past twelve months, which are highlighted in the annual report: Kiwassa's 25th anniversary celebration, launch of a new web site, welcoming two new members to the Board and the completion of our 2018-2022 draft Strategic Plan. Mark voiced appreciation to staff and Board Members for their hard work.

5. President's Report - Stewart Anderson

Stewart announced that this is his last report as Board President. He is proud of the work Kiwassa has achieved to support and represent our community. He thanked staff and leadership for their hard work and for completing the new Strategic Plan.

6. Treasurer's Report – Shirin Fatemi

Shirin reported that we currently have an excess of revenue over expenses this year, which puts us in a healthy financial situation. We received a positive report back from the Auditor.

Shirin put forward a motion to appoint the auditors, Galloway, Botteselle & Company for the fiscal year 2018-2019.

M/S/C Fatemi /Diep

7. Election of Directors

Ray Wargo, Chair of Governance Committee, introduced the candidates for Election:

1. Janey Lew for a first term of 3 years ending in 2021
2. Barbara Lawson for a first term of 3 years ending in 2021

M/S/C Wargo/Chiu

Ray declared that the members nominated were duly elected by the members present.

The 2018-2019 Board Members are: Barbara Wood, Linda Shuto, Allison Parker, Shirin Fatemi, Kim Lu and Alejandra Lopez Bravo, Janey Lew and Barbara Lawson.

8. New Busines

Kiwassa Community Raffle Draw was completed.

9. Adjournment

Stewart made a motion that the 2018 Annual General Meeting be adjourned.

M/S/C Au-Yeung/ Pineda


KIWASSA NEIGHBOURHOOD SERVICES ASSOCIATION

Society No. S-0003938

NOTICE OF SPECIAL RESOLUTION

The Board of Directors of Kiwassa Neighbourhood Services Association (the "Association") hereby gives notice of the following special resolutions, which will be debated and voted on at the annual general meeting at 5:30 PM on Wednesday September 25th, 2019 at 2425 Oxford Street, Vancouver, B.C.

Dated at Vancouver, British Columbia, September 6th, 2019.



By: Barbara Wood, President, for the Board

MOVED AS A SPECIAL RESOLUTION THAT BYLAW 6.3 BE RESCINDED AND REPLACED WITH THE FOLLOWING:

- "6.3** 1) There must be not fewer than three and not greater than twelve directors, with the number set by resolution of the Board.
- 2) A candidate for election as a director must be a member in good standing, and:
- a) be qualified to be a director pursuant to section 44 of the Act,
 - b) have been a member for not fewer than 30 days,
 - c) be endorsed by the Board,
 - d) consent to a criminal record check, and
 - e) consent to the nomination, in person or in writing.
- 3) A director has a normal term of office of three years, beginning at the adjournment of the AGM at which the director is elected, and ending at the adjournment of the AGM three years later.
- 4) So far as is reasonably practicable, 1/3 of the directors must be elected at each AGM, so that at the adjournment of an AGM:
- a) 1/3 of the directors must have remaining terms of office of three years,
 - b) 1/3 of the directors must have remaining terms of office of two years, and
 - c) 1/3 of the directors must have remaining terms of office of one year.
- A director may be elected to a term of one or two years so as to enable compliance with this bylaw.
- 5) In an election of directors, each member who has the right to vote has a number of votes equal to the number of directors to be elected, but must not cast more than one vote for a candidate. Those candidates with the greater number of votes are those who are elected, or who are elected to the greater terms of office, whichever the case may be.
- 6) An election must be by secret ballot, unless the members present unanimously agree that the election be by show of hands, or the number of candidates is equal to or fewer

than the number of vacancies, in which case the candidates must be declared to be elected.

7) A director may be re-elected.

8) A director who has been a director for nine consecutive years immediately ceases to be a director, and cannot be elected as a director for one year. A director who has been a director for nine consecutive years may be appointed by the Board to fill a vacancy on the Board, pursuant to bylaw 6.7."

EXPLANATORY NOTES FOR MEMBERS

1. *A special resolution cannot be amended at the annual general meeting.*
2. *2/3 (66 2/3%) of the members present at the meeting must vote in favour of a special resolution for it to pass, and a quorum must be present. Only members in good standing may vote.*
3. *A resolution, if it passes, does not take effect until it is filed with Societies OnLine.*